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Role of the Governing Board for a Professional College

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Special report made for

the M. J. Lewi College of Podiatry

E. D. DURYEA, JR.

September 1961

THE ROLE OF THE GOVERNING BOARD

FOR A PROFESSIONAL COLLEGE

A special report for
the M. J. Lewi College of Podiatry

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INTRODUCTION

The M. J. Lewi College of Podiatry is a small, independent, privately-supported professional school located in New York City. It serves to prepare and to evaluate candidates for admission to the profession of podiatry. While the majority of its students come from New York State and go into practice in New York State, the College serves the general northeastern region. This is especially true since the podiatry school at Temple University closed during the past year.

This spring the College commissioned a committee to inspect and report on its program and facilities. The present report supplements this first one by examining more closely the role which the governing board might play in a professional college.

Clearly, both reports stem from a desire on the part of the trustees and administrative officers of the College to develop a program for improvement. Clearly, too, no college or school can improve beyond the vision of its leaders. The heart of the leadership in a college or school is the board of trustees and the dean or president.

This report is submitted to suggest briefly the responsibilities that a governing board holds for the management of a private professional college.

Since it is made at the request of the M. J. Lewi College of Podiatry, it is written with the needs of this school in mind. However, the report is broad in context to give a general picture of the authority and responsibilities of boards.

Actually, there is little precedent upon which the board of an independent professional school can rely. Most such schools are associated with universities. It becomes a task for the trustees themselves, using this report and other sources of information, to work out their particular role. Also, each college or university and each governing board, owing to local situations and traditions, operates in a distinctive manner. No one can tell a board how it should manage its affairs. All one can do is provide a framework which may prove valuable.

On the following pages, the report reviews the legal authority and consequent responsibilities of governing boards for private colleges and universities. It then discusses the practice of boards in general and identifies the various facets of a college or university operation which trustees should consider. Finally, it makes some suggestions specifically pointed to the M. J. Lewi College of Podiatry.

Appendix I lists a number of references to assist trustees who wish to delve somewhat further into the matter.

REPORT

In 1957 a committee of the Board of Trustees of Columbia University issued a report entitled The Role of the Trustees of Columbia University. At the outset, this Columbia report highlights two important considerations significant to the members of governing boards for other educational institutions.

All colleges and universities, at least in countries whose political and social structures even remotely resemble those of the United States, are corporations in the legal sense, and high governing boards are held accountable for how their major affairs are conducted.

...all constitutions and bylaws notwithstanding, the actual governing is widely acknowledged to be a matter of extremely flexible give and take.

The Columbia committee said that the trustees legally hold complete power, but in practice their knowledge of the institution they serve is so limited that effective, constructive direction is most difficult. Parenthetically, it might be stated that this is particularly true for lay members of a board for a professional college.

The danger exists, as a consequence, that trustees will prove too passive in routine affairs and too positive when these become critical. "The legal supremacy of the trustees and their final authority to act as they

wish is unquestioned," the Columbia report comments, "but the most experienced trustees are themselves constantly warning their new colleagues that over-activity in certain areas -- particularly in the area of education itself -- is as great a sin against the modern spirit of trusteeship as is neglect."

LEGAL BASIS FOR GOVERNING BOARDS

Membership on governing boards has become a time-honored award of merit for outstanding citizens and frequently, in the case of private colleges and universities, the acceptance of an obligation to help support the institution financially. No citizen should accept such an honor, however, without clearly understanding his paramount legal obligations. Legally, the governing board is the institution.

Under charters granted by state legislatures and charter laws, colleges and universities have been founded by the establishment of boards of trustees with full authority to organize the institution, to direct its operation and oversee the performance of its educational functions, and to maintain the institution for succeeding generations.

The basis for the relationship of boards to political government and thus to the general public goes back several centuries to the rise of states or nations as basic units of social organization. Professor W. H. Cowley succinctly explains this relationship in the following paragraph from one of his lectures.

The problem of institutional relations grows out of the fact that about four centuries ago the paramountcy of the civil state became clear. Thus, it developed that all other kinds of government could exist only with the approval of civil government. In short, the civil government made "concessions" to other governments to perform certain social functions. These "concessions" were made in the form of patents or what we today commonly call charters. . . instruments licensing the recipients to perform specified activities.

Originally, charters granted to colleges -- as well as to businesses -- served to protect their rights to operate as they (the governing boards) felt were in the best interests of the institutions. In recent years the rights of the public bodies to supervise and regulate the activities of corporations has become increasingly well established. And, in the case of colleges and universities, this trend has concurrently impressed upon boards of educational institutions the obligation to maintain their institutions in terms of the public good. Thus, members of boards, when they accept office, assume an obligation to oversee the total performance of their institution not only in terms of its legally established functions but in terms of a responsibility to the public at large.

In New York State, this relationship of governing boards to the public in the performance of their chartered functions flows through the Board of Regents. The Regents, under the law, have the sole authority to grant the established academic degrees. In practice, they delegate this authority to the colleges and universities they charter. The Regents are empowered to incorporate all educational institutions.

BOARD RESPONSIBILITIES IN PRACTICE

One hundred and fifty years ago trustees commonly exercised close supervision over the curriculum and instruction of their colleges. They even personally examined the candidates for graduation. The obvious impossibility of such practice today only highlights the increasing complexity due to size, function, and knowledge which now characterizes American higher institutions. During the past century, board members have in practice delegated the bulk of the decision making for their institutions and have retained primarily a general supervisory concern and a special emphasis upon finances.

Actually, final decision making in college and university affairs has shifted from trustees in two ways. On the one hand, complexity of organization and need for active concern with public relations have led to an administrative hierarchy headed by a president, deans, financial officers, and other administrators. Little evidence of carefully thought-out design characterizes the administrative patterns which evolved. Rather prevailing organizational structures suggest that existing arrangements have grown to meet specific situations and to adjust to individual personalities. However, college and university administration does parallel in a general sense the administrative organization of other enterprises. For the direction of administrative activities and public relations, the president does serve very much as a chief executive officer.

On the other hand, the direction of the educational affairs of colleges and universities has been delegated to a faculty legislative structure,

organizationally parallel to the administrative hierarchy. This has resulted largely from influences of European universities where the faculty was the corporation and from the inability of board members to keep up with the expansion and specialization of knowledge. Whatever the reasons, however, the by-laws of most governing boards do give faculty bodies control of policies affecting academic affairs. These affairs include admissions, instruction, curriculum, degree requirements, academic standards and honors, and recommendation of degree candidates.

As a result, the administration of higher educational institutions presents a dualism in structure. Nearly all institutions adhere to a traditional scalar arrangement from individual instructor to president for matters of administrative functioning. Each has a president and administrative staff including an academic dean or deans and officers for the areas of financial and business concerns, student activities, physical plant operations, and alumni and public relations. Paralleling this conventional hierarchical structure, with few exceptions colleges and universities adhere to a faculty legislative organization for the expression of faculty concern with educational policy. This starts with formal or informal meetings at the departmental level and is capped by a faculty senate or council or a full faculty meeting, usually chaired by the president.

Within this framework, board members hold broad powers and complete responsibility. Yet, in practice they frequently maintain tenuous contact with the institution itself. Although they may view the president as their agent, the more informed trustees recognize that the faculty just as frequently see him as their chairman or leader.

The exact role of the governing board in the decision-making process of the American college or university is not at all clear. It is clear, however, that members of each board must come to grips with three fundamental considerations!

- (1) They need to clarify the role of the president or operating head of their institution and their and his relations to the professional personnel on matters of educational policy, curriculum, and instruction.
- (2) They need to establish appropriate communication with the president and any other individuals or bodies of the institution in order to keep properly informed about the operation of the total organization. They need this communication in order to be in a position to make intelligent decisions affecting the welfare of the institution.
- (3) They need to have some basis for evaluating the effectiveness with which the institution performs the functions assigned to it in its charter.

COMPONENTS OF THE ROLE OF GOVERNING BOARDS

This report has emphasized thus far the unique and pervasive problem for governing boards. They hold complete authority and responsibility, yet the nature of their association with their institutions denies them the intimate knowledge necessary to exercise more than a very general direction of the major educational function. They must rely on presidents to represent them to the institution and the institution to them. They preside over professional personnel whose contribution to the organization rests upon an increasingly specialized and esoteric knowledge. They find themselves in the position of knowing very little about what they have been chartered to carry out.

Most trustees would probably agree with the comments of Professor Max Black of Cornell University: "The important fact about trustees is that they are essentially a body of laymen, elected or more commonly appointed to carry the final legal responsibilities for the acts of the institution."

Increasingly in recent years, board members across the country have become concerned about this situation and begun to seek answers to these questions. The report of the trustees of Columbia University represents one effort to gain a clearer understanding of the role of governing boards for educational institutions. However, each board has to work out its own role in terms of its own situation.

With this in mind, the following pages review briefly the operation of a college from the perspective of the trustees.

To begin with, it is quite clear that governing boards have three major responsibilities: (1) the selection of a president, (2) the supervision of financial and business affairs, and (3) the direction of effective public relations and fund raising activities. Also, it is quite apparent that the major uncertainty among trustees lies in their relations to the faculty and to the educational program.

Trustees have a responsibility to represent the public at large and a profession in the case of an independent professional college. The public or a profession does look to governing boards to insure that the educational function performed is a proper one and one which enhances the society which supports it.

For the New York State, the Board of Regents lists a number of specific responsibilities for governing boards. In addition to those powers essential for the organization, functioning, and perpetuation of boards themselves, these include the following:

- (1) To take and hold and to control property; i.e., the physical assets of an institution.
- (2) To appoint and affix salaries for all officers and personnel and to remove or suspend from office all personnel.
- (3) To grant the degrees and honors specified in their charter.
- (4) To make all by-laws and rules necessary and proper for the purposes of the institution and not inconsistent with their charter or the policies of the Regents.

In assaying the role of trustees of private colleges it would seem more positive to consider their relationship to their institution in each of five categories. These comprise the operation of a college. What follows, therefore, is a brief examination of the role of governing boards in the management of the financial affairs and properties of a college, the selection and supervision of institutional personnel, the functioning of the educational program and related academic endeavors and the maintenance of proper standards on which the awarding of degrees is based, the supervision of the general administration, and the organization of an effective program for public relations and financial support.

These are not mutually exclusive categories, of course. Much of what is done in one, such as budgeting, has a direct bearing on the operation

of other facets of a college's operations. However, these five areas provide one means of analyzing a governing board's responsibilities. Hopefully, this analysis will provide ideas applicable to an individual institution.

Also, in general board members perform functions which permeate those just listed. Boards serve as a court of last appeal for all individuals within the institution. They represent the interests of the general public and of a profession (if their institution has a limited scope). As stated above, this last responsibility also involves making sure that their college "keeps up with the times," so to speak; that its program is in line with present and future society rather than that of the past.

Finally, board members have a responsibility to order their own affairs so that deliberations are carried out in a meaningful manner and decisions are made promptly and positively. How the board itself functions has a very direct bearing upon how effectively it performs its role.

It must be remembered, however, that each institution has particular needs which tend to establish a major focus for its Board. Thus, in a college which with a primary need to increase financial support, the trustees may want to place more emphasis on public relations and fund raising. Such a board might work quite actively with the president on a board developmental program. In another institution, the board might assume a more active concern with internal management or possibly with the educational program.

MANAGEMENT OF FINANCIAL AFFAIRS AND PROPERTIES. The most clearly recognized responsibility for boards includes business, financial, and property management. This undoubtedly has much to do with the fact that control of the budget means control of the institution. It also reflects the membership on governing boards of men and women active in the business and financial affairs and thus able to understand and to cope with such matters. Whatever the reason, trustees must maintain a careful scrutiny of financial matters. These include the investment of college funds, the management and development of college physical assets (buildings, grounds, equipment, etc.), the setting of tuition and fees, the search for and acceptance of financial support, the supervision of institutional enterprises (such as bookstores, cafeterias, etc.), the direction of any other business activities associated with the institution, and the approval annually of the total operating budget.

Clearly, financial security underlies the successful operation of any enterprise, be it non-profit or profit-making. Unless board members can clearly see the financial basis for continued operation and for improvement of a college, they cannot in any honesty support its continuance.

In financial affairs, as in other aspects of the operation of a college, board members will need to rely in large part on information and guidance which the president provide for them. They can assist him in many ways. They can help him establish appropriate auditing of accounts. They can work with him to insure that proper business methods -- in line with the size and scope of the enterprise -- are instituted and maintained. They can help the president to obtain advice and assistance

from specialist in matters related to physical plant operations. They can support him in his insistence to other administrators that budget requests not exceed anticipated income.

In all this, the board can maintain a continuing and careful scrutiny by sympathetically working with and assisting the president. They will risk disrupting the administrative operation if they attempt to establish a financial management outside of the established hierarchy. The financial officer serves best by reporting to the president rather than the board.

Governing board members must understand and make explicit, however, that the president serves only as long as he has their confidence. If they do not trust his recommendations and leadership in management affairs, they can hardly exercise their own responsibilities. At the same time, they cannot expect to employ a man expert in all areas. They must stand ready to make a major effort to assist him where he has least experience. Since most trustees have experience with business and financial affairs, many boards seek as president a man whose experience lies primarily in educational affairs and administrative positions or in the profession the college serves.

Board members will find that they serve most best themselves when they have employed a competent president and achieved a cordial, effective working relationship with him.

SELECTION AND SUPERVISION OF PERSONNEL. In general practice -- even at small colleges -- departmental chairmen or deans search for, interview,

and recommend professional personnel. Their recommendations go to the president. Presidential approval confirms the appointment. Later, appointees' names go to governing boards for formal approval and inclusion in the annual budget for payroll purposes.

Primarily, governing boards have their most direct and immediate concern with the selection of the president, or operating head, of the institution. In generally accepted practice, boards initiate the search for and make the final decision on this appointee. However, the boards of the stronger universities and colleges tend to carry out this responsibility in cooperation with a faculty committee. They expect this committee to make its own investigations and recommendations. Rarely in such institutions will the governing board appoint a president who does not have the approval of this faculty committee or the professional staff in general.

Once they select a president, board members rely upon his recommendations for the appropriate selection of other personnel. They cooperate with him in the appointment of key administrative personnel and financial officers.

However, personnel selection does present an area in which governing boards can exercise more leadership than they frequently do. This does not mean stepping in to veto a particular recommendation or to terminate the services of a controversial faculty member. Rather, it affords an opportunity for boards to discuss personnel policies with presidents. What kind of faculty should be employed? In a college of podiatry, for example, to what extent should the president obtain medical

men or Ph.D. holders to fill certain posts? What should be the ratio of full-time professional staff members to part-time staff members? What kind of secretarial services and office facilities should faculty members have?

Here, as in other matters, boards will find it advisable -- for reasons of time if nothing else -- to accept the judgment of the president. But this does not preclude an active concern and willingness to be of assistance, so long as they do not interfere with the internal affairs or establish an organization by which they by-pass the president.

DIRECTION OF THE EDUCATIONAL PROGRAM. As pointed out above, this constitutes the primary reason for institutional being, yet, in the last hundred years has shifted outside the immediate scope of trustee attention. Except for the occasional case stemming from external pressures, boards rely on the recommendations of presidents and faculties on degree requirements, academic standards, curricular arrangements, and such matters. They respect recommendations of deans and presidents with regard to instruction and faculty scholarship and research.

Yet, much as they respect recommendations of academic officers, trustees cannot avoid making many decisions which very seriously even if directly influence the caliber of the educational program and the research endeavors of the faculty. Should available funds, for example, be expended upon an overhaul of the administration center or should they go into improvements in laboratories? Should faculty salaries take precedence over maintenance or new facilities? As Dr. Robert M. Hutchins accurately pointed out, a decision for something in an academic institution

is always a decision against something, or someone, else.

The point here is simply that members of governing boards cannot afford to take a passive attitude toward the educational policies of their institution. They must understand the nature of the educational program and the factors which influence it. The most solvent and efficiently administered college with an outstanding public relations program and excellent staff morale remains ineffective if it harbors a third-rate professional staff and fails to challenge students, stimulate faculty to substantial research and scholarship, or establish significant criteria for awarding its degrees.

How trustees can achieve this understanding of the educational program is difficult. No standard practice proffers answers. Each board must handle this problem as it thinks best. In some colleges joint trustee-faculty committee have proven effective. Some boards rely on reports and recommendations from a faculty council and oral and written reports from deans along with regular communications with the president. Some have advisory committees composed of their own members with responsibilities for various phases of the institution. In a few instances, faculty membership on governing boards has been tried. In a professional institution, unless board members also are members of that profession, the difficulty of understanding educational matters is increased. In such instances trustees may have to turn to professional bodies or to advisory groups for assistance.

The formal education of the student is the essential thing, of course, but the general atmosphere in which a student experiences formal education

can do much to augment or to weaken it. It is important that appropriate recreational and social facilities are provided and that student professional organizations are encouraged. Members of governing boards can help in assuring student social life. As professional in purpose as formal education may be, a college or university has to provide opportunity for a full life for its students. This in turn, requires administrative leadership.

SUPERVISION OF GENERAL ADMINISTRATION. While the educational program constitutes the primary focus of a college, trustees cannot forget their obligation to many non-academic administrators and workers. Much of the effectiveness of the institution rests with them. They include accountants, bookkeepers, secretarial staff, maintenance workers, and other such employees who work in the offices of admissions, registrar, student personnel, public relations, physical plant, and similar services.

Frequently, a governing board will include a member or members who can prove helpful to a president in this connection. Wages for such employees need to be in line with those for comparative positions in other enterprises in the locality. Good administration will call for a clearly established set of policies governing employment, promotion, and wage increases. No institution will maintain good morale without appropriate provision for retirement benefits, ample vacation periods, sickness or accident leave and support, and similar items usually covered by insurance policies.

DEVELOPMENT OF EFFECTIVE PUBLIC RELATIONS AND PROPER FINANCIAL SUPPORT. A non-profit institution must look to private or public sources,

or both, for support. It must also recognize that its status in the public eye has a great deal to do with the caliber of students who apply and faculty members who are employed. Fund raising and public relations constitute vital considerations for a governing board.

Since trustees usually hold positions of affluence and prestige in the community (be it local, national, or professional), it falls upon them to work closely with the president on these matters. In fact, one might say that no person should accept a position as a board member who does not acknowledge this responsibility.

The underlying need in this connection is continuing and adequate financial support. With very few exceptions, colleges require substantial income beyond that available from student fees and tuition. Without funds sufficient to assure faculty excellence and first rate equipment, no college or university can expect to attract qualified, much less outstanding, students. Since a college serves as the fountainhead for its profession, finances ultimately will effect the caliber of the entire profession. This becomes especially true where a college or university serves an entire region or in instances where relatively few colleges or universities in a profession exist.

The ability of a college or university to raise funds sufficient for its continued effective operation depends to a large extent on its status with the public and with the profession. Public relations and fund raising are closely related. While trustees must rely heavily on the president or on an officer under the president who has this as his

primary responsibility, by the nature of their positions outside the college they can make a most effective contribution.*

Good public relations rests primarily upon what the college stands for and how good a job it does. Thus, it becomes most essential for the public to know the purposes and the ideals of the institution. Without knowing this, no one --- other possibly than an alumnus --- has reason for supporting it. Also, the well-qualified graduate will do much for the public reputation of the college. He is the best insight into the kind of educational job it does.

ORGANIZATION OF BOARD AND OF INSTITUTION

Organization serves as a means, not as an end. If the relationship of trustees with the president and other members of the institution is cordial, if communication proves adequate, and if the work of the board takes place so that the institution proves effective, the organizational means for achieving this serve well. Cumbersome organization tends to interfere with effective operation, however.

The organization should be clear to all persons concerned --- even if such organization rests upon much informal communication. Otherwise, administrators and board members remain uncertain about what decisions

* Board members who wish to obtain a clearer insight into what constitutes a sound public relations and fund raising program may wish to read an article entitled "Troika" written by Francis C. Pray. Mr. Pray is Vice President of the Council for Financial Aid to Education. Copies of his article may be obtained from the Council which is located in New York City.

Pray, for funds

they should make and how they should make them. Bad morale and ineffective administration tend to follow.

Governing boards need to give their attention to two aspects of organization. One constitutes the means by which the board carries on its own business; i.e., number of meetings, committees, officers, relations with president and possibly other members of the professional staff, and communications flow to and from the institution. The other concerns the institution. In general, this second aspect is stated in by-laws adopted by the governing board which spell out the responsibilities and authorities of all institutional officers and official bodies. By-laws may be augmented by faculty statutes recommended by appropriate faculty committees to the president and approved by the board. Faculty statutes spell out the organization by which the professional staff carries out its responsibilities for handling educational activities.

The distinction between by-laws and statutes need not be of this type. Much rests with the traditions and organizations of the individual college. By-laws may refer only to the internal operation of the board. Administrative statutes could include responsibilities and authority of administrative officers in addition to those of various faculty bodies. The exact presentation of such information does not matter as long as it is clearly stated and hold an "internal legality". Board members need a specific reference for their own members. Administrators and professional staffs need to know specifically "where they stand" within the organization.

Organization of the board.

This report will not review the selection of board members, the size of the board, and the terms of office of members. Partly these are specified in the charter. They are matters which appear in the recommendations made in the preceding report to the M. J. Lewi College. Rather, the paragraphs following will consider briefly the functioning of boards in terms of officers, meetings, committees, and communication with the rest of the institution.

OFFICERS. Few governing boards select more than two officers: a chairman and a vice chairman. The chairman heads the executive committee of the board and in general acts as its executive officer. Thus, it devolves upon him to maintain a close working relationship with the president. It is quite customary for the chairman and the president to confer regularly between board meetings and to make decisions regarding the affairs of the college which require immediate action. The chairman would call special meetings of the board as he and the president deem such meetings necessary.

Most boards also have a secretary who is not a member. In many instances, this is the secretary to the president who serves also for the board --- sending out announcements and agendas, attending meetings and taking notes, and writing minutes.

Variations of these arrangements exist. At one independent professional school, the president acts in much the same capacity as the chairman of the board although the board does have a chairman. He acts

"for the board" and represents the board; he calls meetings of the board; and he has the title of president of the college and the board. At this institution, the legal counsel for the board serves as secretary. He serves on an annual retainer.

Practice does not seem standard as far as terms of office are concerned. The chairman may serve for several years or for an indefinite period. Or, the board may reelect the existing chairman each year as long as he feels competent to serve. Usually, the chairman of the board is elected because his judgment is respected and he has the time to give to this responsibility. This situation tends to encourage keeping him in office.

MEETINGS. The frequency of board meetings depends upon several considerations. When members of boards are widely-separated geographically, it obviously becomes difficult to hold frequent meetings of the full membership. Large boards tend to meet less often than small. As a rule, boards whose members live within reasonable commuting distance meet every month or every second month. Between meetings, the board usually is represented by an executive committee of several members headed by the chairman of the board. This smaller group has authority from the full board to transact matters of urgent business which cannot await a regularly scheduled meeting or even a special meeting of the full membership.

Board members must recognize, however, that as a group they have full responsibility for all actions taken in their name. Thus, the official acts of the executive committee or even of the chairman and the president of the college must either be clearly delegated and specifically approved at a full meeting. There is no set definition of what can be delegated.

On one extreme, clearly the annual budget requires approval at a regular meeting of the board, as would the selection of a new president, the approval of the purchase of a major piece of property or item of equipment, or the authorization for construction of a new building. On the other extreme, final decisions on admissions practices, on curriculum, on degree requirements, and similar matters have been delegated to faculties with only very general board surveillance.

Each board needs to spell out what its members feel can be sensibly and legally delegated to its own committees, to the president, and to the professional staff. Advice of counsel regarding legal obligations would certainly be in order in the event of any question.

COMMITTEES. In detailing the responsibilities and obligations of trustees, one must recognize the fact that members uniformly serve without compensation for the sense of the service they perform and for the honor of the office. No individual board member, burdened with the heavy responsibilities of a full-time position of importance elsewhere, can hope to become thoroughly acquainted with all aspects of his college's operations. Therefore, boards without exception designate committees to investigate individual matters more thoroughly and to make recommendations which the full board can adopt as policy.

Three such committees serve in general practice. One is the executive committee, headed by the board chairman, representing the board in between regular meetings. This committee acts as the board but is responsible directly to the full board for any action taken.

A second regular board committee handles finances and physical plant matters. This committee serves to investigate questions within its area of responsibility and to make recommendations to the meeting of the full board. It does not, nor do any other committees except the executive, act by itself. In an emergency it may make recommendations to the executive committee. The finance and plant committee will closely examine the annual budget, plans for new buildings or facilities, selection of architects and builders, requests of special financial authorizations, salaries and salary scales, plans for promotional or developmental activities (although in some instances this becomes a matter for the executive or a special committee), and other matters having to do with financial, business, and plant operations. In larger institutions, this group might be broken down into two or possibly three committees.

A third committee regularly associated with governing boards reviews matters concerning the personnel of the institution, the administrative operation, and the educational program. Recommendations for a new educational program such as the addition of another professional school or the offering of a new degree will go to this group for review prior to a regular board meeting. It will consider policies affecting the appointment, retention, and promotion of administrative officers and faculty members. It will deal with proposals for the evaluation of the educational program and the effectiveness of teaching and research staffs. It will review with the president the appointment of new administrative, teaching, and research staff members, although rarely does it question the recommendations of the president.

Other aspects of an institutions management may call for regular or temporary committees of the board. The number of committees depends usually on the size of the board and the size of the institution. A large university board might include committees on endowments and investments, on finance and budget, or business affairs, on educational policies, on personnel or staff, on public relations and development, and on honorary degrees. Special committees might include one for the selection of a new president, for improving trustee-faculty relations, and for nomination of board officers.

COMMUNICATION WITH THE INSTITUTION. Legally, the president serves as the agent of the board. He represents the board to the other members of the administration and faculty; he reports to the board on the internal affairs of the college.

The actual position of the president in his relations with the board varies among colleges and universities. In some instances, although not often, he serves as chairman of the board. This would seem to violate the legal responsibility of the board and its function under its charter. In a few cases he sits as a member of the board. Most frequently he attends in an ex-officio status meetings of the board and of its committees. This seems to be the most general practice and the one which works out best. It assures the president of continuing contact with board decision making; it protects him from uninformed and arbitrary decisions which might interfere with his own work or embarrass him.

Primarily trustees have to establish a good working relationship with the president. Once this has been achieved, they may wish to know more

about how the college operates. They may arrange personal contacts with other administrative officers or with faculty members. The major problem here is how to keep informed about the central educational issues and programs without substituting their untutored judgments for those of the professional staff. Various arrangements have been tried. Some colleges have joint faculty-trustee committees. Others arrange for trustee visitations. Joint dinners or seminars have proved effective. Individual boards must make arrangements appropriate to the local situation. The spirit on both sides and the manner in which such arrangements are carried out is most important.

Finally, board members should strive over a period of time to make clear how they intend to exercise their authority. What matters do they wish to have officially brought to the board? What matters can be handled by a telephone call from the president to the chairman? What matters are delegated to the president? What matters should be settled by other members of the administrative or instructional staff?

The effectiveness of the board will depend on its relationship to the president and his capacity to administer. It is to be expected that most business can be handled on an informal basis by the president, the chairman of the board, "key" members of the board, and heads of various board committees.

Organization of the institution.

In cooperation with the president and the faculty (or full-time administrative and professional staff), governing boards have an

obligation to develop and to promulgate a set of statutes which establish the internal government or organization. In customary practice, statutes are sent to the president by a faculty senate or council. The president reviews the recommendations and adds to them his arrangements for administrative officers. He then recommends them to the board for official approval. No statutes have effect without board action.

Again, the nature and scope of such statutes depends on the nature and the size of the institution concerned. A typical set of statutes will include the following items:

1. Statement of purpose of statutes.
2. Statement of policy concerning tenure and academic freedom.
3. Organization of administrative staff including titles and duties of the major administrative officers.
4. Statement of basis for membership on the full-time and part-time academic staff.
5. Policy covering appointment to the academic staff, promotion, and compensation (in general terms).
6. Powers and duties of the faculty or full-time professional staff.
7. Organization of the faculty legislative bodies for approving educational policies and other matters delegated to it and of the faculty committee structure.
8. Explanation of faculty benefits such as retirement, annuities, leaves of absence, travel allowances, sick leaves, and tuition privileges.

As in the case of the board's internal organization, the important factor for the organization of the institution is not the specific arrangements established but the fact that such arrangements do exist, are communicated to all concerned, and hold an internal legality backed

up by the board. This allows all participants on the organization to know where they stand. It provides a framework for handling the problems and frictions bound to arise.

RECOMMENDATIONS FOR
THE M. J. LEWI COLLEGE

This report has reviewed briefly the major functions of a board of trustees for a private educational institution. It has discussed in general terms the practice at most colleges and universities. It is submitted to the M. J. Lewi College to assist members of the governing board as they reevaluate their role at the College.

This report does not intend to say how this particular board of trustees should operate. How any individual governing board determines its role depends on its members, the institution it serves, and local conditions and traditions. Furthermore, even the briefest examination of the M. J. Lewi College makes clear its distinctiveness among educational institutions. Primarily, it is different because it is a small, independent, professional college with a highly specialized program, offering one degree, with small full-time administrative and instructional staff.

In conclusion, therefore, the author would like to suggest special factors which he feels the board should consider. In addition, the author submits in Appendix I a list of some helpful references on

educational administration and governing boards. These should prove helpful to board members desiring to probe further and to evaluate better this report.

SPECIAL CONSIDERATIONS FOR THE M. J. LEWI COLLEGE

Three elements in the situation at the M. J. Lewi College underly any arrangements which board members may inaugurate for the management of the college. These enter into any review of the operation of the board and its relations with the College.

1. The college employs, and undoubtedly will continue to employ, a relatively small full-time administrative and academic staff.

It is most unlikely that the College will employ a faculty sufficiently large to meet as a separate body, to form committees, and to direct the educational program. Rather, there is a full-time administrative and instructional professional staff. This staff can serve to make decisions on educational matters and to serve both as a faculty body and an administrative hierarchy.

At best, it would appear that the College will have a president, a dean who also will teach, and some administrative assistant or aide. For the academic areas, one can envisage a chairman for the basic sciences and possibly one other full-time faculty member in this area should the enrollment increase sufficiently, a director of the clinics, and a full-time staff member for professional subjects. Such a small group undoubtedly will meet as a body to consider matters of

academic and administrative policy, to evaluate achievement by students preparing for the profession, and to recommend successful candidates for the degree. Whatever name this council might be given, it can and should serve to advise the president and the board on matters affecting the internal management of the College. It may be that the president will want to consult with the dean and the administrative assistant (should this be the organization) for purely administrative matters. Also, it may well be that the dean will meet separately and regularly with the academic staff to review educational matters.

The important point is that this small number of full-time staff members makes possible an informality of relationships which can prove most effective. In setting up statutes for the College, the trustees should consider this informality desirable and not seek to over-organize or over-formalize arrangements. Much less needs to be spelled out in detail than in a large organization.

There does exist always in situations such as this the danger that the intimacy of relationships will undermine clarification of organization. Whatever the size of a college, duties and responsibilities should be officially spelled out. It is not a question of having statutes or not having them but of the nature of the statutes adopted. Trustees will want to make clear College policy on each of the eight or similar items listed under "organization of the institution", above.

Also, serious doubt arises concerning the advisability of attempting to involve part-time instructors in College policy-making. Adjunct teachers have a primary responsibility to full-time positions in practice

or in other organizations. They have neither time nor interest, as a rule, to participate formally in College affairs. Experience at other institutions would indicate that such staffs not be included in formal arrangements for College government. That the dean must strive to make them feel a part of the College and seek to get them actively concerned about the educational program and the students goes without saying, in any event.

2. The College is a unitary institution offering one degree and providing formal education for one profession.

The foregoing analysis rests on the experience of governing boards of colleges and universities which offer a more varied program than the M. J. Lewi College. In considering the organization of the College, trustees obviously will need to keep this in mind. Some of the more obvious implications are the following:

Since the College serves one profession, board members can focus their attention on the needs of this profession. This does not imply any neglect of the broader educational background, particularly in scientific subjects, which students may need. It does suggest, however, that members of the profession can interpret to the board these educational requirements. Trustees can secure the services of an advisory committee composed of members of the profession and of related profession to help them in their deliberations. This will make board members less directly dependent upon the president, dean, and academic staff members in their on-going evaluation of the effectiveness of the program.

Members of the full-time staff who are also podiatrists should have a substantial interest in research directed at improving podiatry. Thus, research endeavor becomes a more important aspect of their work at the College than might be the case at a liberal arts college committed primarily to a teaching. The College has a responsibility

to serve as the fountainhead of learning for the profession. This gives members of its staff a responsibility to be in the forefront of new ideas and insights.

At the same time, trustees should not allow podiatrists on the staff to dominate in a manner which undermines the effectiveness of the basic science areas. This requires organizational arrangements which work against such dominance. In effect, full-time academicians employed for the basic science area should have as full a say in College affairs as podiatrists on the staff.

3. At the present time, the College faces an overriding need for substantial increase in financial support.

In establishing their board committees and in approving administrative staff for the College, trustees at this time cannot overlook the primary need for more money. Tuition and fees alone will not support a first-rate professional school. Closely related to fund raising is the total public relations program of the College which must be concerned with the College's status in the profession and with the general public.

Organizational arrangements will need to reflect fund raising and long range developmental requirements, both in terms of board committees and of administrative staff. Many possibilities exist in this connection, but it is not wise for an outsider to make specific suggestions unless employed for this purpose. The main thing is that a well conceived developmental and fund raising program for the College remains clearly in the minds of trustees as they consider their organizational problems.

September 1961

Respectfully submitted,

E. D. DURYEA, JR.

APPENDIX

Selected References

Two general references on the problems of academic organization and administration are the following. The Corson book, particularly, provides a well written, stimulating analysis of academic management.

John J. Corson, Governance of Colleges and Universities, McGraw Hill Book Company, 1960

Gerald P. Burns, editor, Administrators in Higher Education: Their Functions and Interactions, Harper and Brothers, to be published in the Fall of 1961

Two other books are:

Algo G. Henderson, Policies and Practices in Higher Education, Harper and Brothers, 1960

Harold W. Stoke, The American College President, Harper and Brothers, 1959

References directly pertinent to the role of members of governing boards include the following:

The Role of the Trustees of Columbia University, submitted by a trustee committee under the chairmanship of William S. Paley, Columbia University (Office of the President), 1957

Morton A. Rauh, College and University Trusteeship, The Antioch Press, 1959. (Paperback)

Law Pamphlet 9, Incorporation of Educational Institutions by the Regents, The University of the State of New York Press.

Middle States Association of Colleges and Secondary Schools, Commission on Institutions of Higher Education, Functions of Boards of Trustees in Higher Education, February 1957, Document No. 4.10. (pamphlet)

Arthur S. Adams, "Relations Between Governing Boards and Administrative Officers," Proceedings of the Association of Governing Boards of State Universities, 1952, pages 51-7

Laird Bell, "From the Trustees Corner," Association of American Colleges Bulletin, 42:353-361, October, 1956.